

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

<b>IN RE ELECTRONIC BOOKS ANTITRUST LITIGATION</b>	)	11-md-02293 (DLC)
	)	ECF Case

**This Document Relates to:**

THE STATE OF TEXAS; et al.,	)	
	)	
Plaintiffs,	)	
v.	)	Civil Action No. 12-cv-03394 (DLC)
PENGUIN GROUP (USA) INC.;	)	
HOLTZBRINCK PUBLISHERS, LLC	)	
d/b/a MACMILLAN; and	)	
APPLE INC.;	)	
	)	
Defendants.	)	

**JOINT MOTION TO DISMISS WITHOUT PREJUDICE SIMON & SCHUSTER,  
INC. AND SIMON & SCHUSTER DIGITAL SALES, INC.**

The States of Texas, Connecticut, Alaska, Arizona, Colorado, Illinois, Iowa, Maryland, Missouri, Ohio, South Dakota, Tennessee, Vermont, and West Virginia and the Commonwealths of Pennsylvania and Puerto Rico (the "Plaintiff States"), by and through their Attorneys General, and Simon & Schuster, Inc. and Simon & Schuster Digital Sales, Inc. file their joint motion to dismiss without prejudice Simon & Schuster, Inc. and Simon & Schuster Digital Sales, Inc. as defendants in *State of Texas v. Penguin Group (USA), Inc.*, Civil Action No. 12-cv-03394 (DLC).

For the reasons set forth herein and in the memorandum in support of the joint motion, filed herewith, Plaintiff States and Defendants Simon & Schuster, Inc. and Simon & Schuster Digital Sales, Inc. respectfully request that the Court enter an Order granting this motion.

Respectfully submitted,

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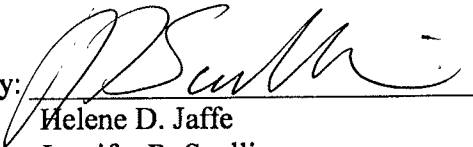
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**On behalf of Defendants Simon & Schuster,  
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Inc.**